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10 UNITED STATES DISTRICT COURT
11 NORTHERN DISTRICT OF CALIFORNIA
12 SAN FRANCISCO DIVISION

13 IN RE: MAGMA DESIGN AUTOMATION,) Case No.: C-05-2394 CRB
14 INC. SECURITIES LITIGATION)

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15 This Document Relates to:) AMENDED JOINT STIPULATION AND
16) [PROPOSED] ORDER TO APPROVE
ALL ACTIONS) CLASS NOTICE

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17 ALL ACTIONS)
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1 On August 16, 2007, the Court granted Plaintiff's Motion for Class Certification,
 2 appointing Lead Plaintiff Frank Weiler as Class Representative and Milberg Weiss LLP as Class
 3 Counsel.

4 NOW, THEREFORE, the parties stipulate and request that the Court order as follows:

5 1. The Court approves the form, substance and requirements of the Notice of
 6 Pendency of Class Action ("Notice") and Summary Notice of Class Action for Publication
 7 ("Summary Notice"), annexed hereto as Exhibits 1 and 2 respectively.

8 2. The Court approves the appointment of Gilardi & Co. LLC as the Class Notice
 9 Administrator. The Class Notice Administrator shall cause the Notice, substantially in the form
 10 annexed hereto as Exhibit 1, to be mailed, by first class mail, postage prepaid, on or before **ten**
 11 (**10**) **business days from the date of this Order**, to all Class Members who can be identified
 12 with reasonable effort. The Defendants have provided the Class Notice Administrator with
 13 contact information for the transfer agent for Magma Design Automation, Inc. ("Magma") and
 14 have directed the transfer agent to respond to inquiries from the Class Notice Administrator in
 15 furtherance of the Class Notice Administrator's efforts to identify and give notice to the Class.
 16 The Notice Administrator shall use reasonable efforts to give notice to nominee purchasers such
 17 as brokerage firms and other person or entities who purchased Magma common stock during the
 18 Class Period as record owners but not as beneficial owners. Such nominee purchasers are
 19 directed within seven (7) days of their receipt of the Notice, to either forward copies of the
 20 Notice to their beneficial owners, or to provide the Notice Administrator with lists of the names
 21 and addresses of the beneficial owners, and the Notice Administrator is ordered to send the
 22 Notice promptly to such identified beneficial owners. Nominee purchasers who elect to send the
 23 Notice to their beneficial owners shall send a statement to the Notice Administrator confirming
 24 that the mailing was made as directed. Additional copies of the Notice shall be made available to
 25 any record holder requesting such for the purpose of distribution to beneficial owners, and such
 26 record holders shall be reimbursed upon receipt by the Notice Administrator of proper
 27 documentation, for the reasonable expense of sending the Notices to beneficial owners. Lead
 28 Class Counsel shall file with the Court proof of mailing of the Notice.

1 3. The Court approves the form of the Summary Notice in substantially the form and
2 content annexed hereto as Exhibit 2 and directs that Lead Plaintiff's Counsel shall cause the
3 Summary Notice to be published in the national edition of the *Investor's Business Daily* within
4 ten (10) days of the mailing of the Notice. Lead Plaintiff's Counsel shall file with the Court
5 proof of such publication of the Summary Notice.

6 4. The form and content of the Notice, and the method set forth herein of notifying
7 the Class of the pendency of the class meet the requirements of Rule 23 of the Federal Rules of
8 Civil Procedure, Section 21D(a)(7) of the Securities Exchange Act of 1934, 15 U.S.C. § 78u-
9 4(a)(7) as amended by the Private Securities Litigation Reform Act of 1995, and due process,
10 constitute the best notice practicable under the circumstances, and shall constitute due and
11 sufficient notice to all persons and entities entitled thereto.

12 5. Class Members shall be bound by all determinations and judgments in this
13 Action, whether favorable or unfavorable, unless such persons request exclusion from the Class
14 in a timely and proper manner, as hereinafter provided. A Class Member wishing to make such
15 request shall mail the request in written form by first class mail postmarked not later than **forty-**
16 **five (45) days after mailing to the address of the Notice Administrator designated in the**
17 **Notice.** Such request for exclusion shall clearly indicate the name and address of the person or
18 entity seeking exclusion, must clearly state that the sender requests to be excluded from the Class
19 in the Magma Securities Litigation, and must be signed by such person. Such persons requesting
20 exclusion should also state: the date(s), price(s), and number(s) of shares of all purchases and
21 sales of Magma common stock during the Class Period. The request for exclusion shall not be
22 effective unless it provides the required information and is made within the time stated above, or
23 the exclusion is otherwise accepted by the Court.

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6. Class Members requesting exclusion from the Class shall not be entitled to receive any payment out of any recovery in the case.

IT IS SO STIPULATED.

DATED: September 18, 2007

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Counsel for Defendants

* * *

ORDER

Having read and considered the parties' Joint Stipulation and [Proposed] Order to Approve Class Notice,

IT IS SO ORDERED.

DATED: 09/21, 2007

